

**NEIGHBORHOOD DEVELOPMENT FUND**  
**Not-for-Profit Request**

DATE: 05/02/06

TO: Appropriations Committee

FROM: **Council Member** Rick Blackwell

RE: Request for Neighborhood Development Fund to be considered by the Appropriations Committee.

I have reviewed the attached Proposal in the amount of \$ 2900.00 through the American Cancer Society for Health Screening Initiatives in District 12 and have found it complete and within our guidelines. I/We have read the organization's statement of public purpose to be furthered by the funds requested and I/We agree that the public purpose is legitimate. I/We have also completed the disclosure section below.

Please add this Grant Proposal Agreement to the agenda of the next Appropriations Committee Meeting.

Rick Blackwell  
Signature of Council Member

\_\_\_\_\_  
Signature of Council Member

\_\_\_\_\_  
Signature of Council Member

\_\_\_\_\_  
Signature of Council Member

\_\_\_\_\_  
Signature of Council Member

\_\_\_\_\_  
Signature of Council Member

\_\_\_\_\_  
Signature of Council Member

\_\_\_\_\_  
Signature of Council Member

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**DISCLOSURE**

List below any relation you have with the organization requesting the grant (your, your family, your legislative assistant or any city employee to this organization and to any member of the organization's board of directors or their employees.)

\_\_\_\_\_  
\_\_\_\_\_

Approved by:

\_\_\_\_\_  
Appropriations Committee Chairman

\_\_\_\_\_  
Date

OFFICE OF METRO COUNCIL CLERK

RECEIVED

DATE 7/11/06 TIME: 2:02pm



**SECTION ONE:**  
**DESCRIPTION OF APPLICANT AGENCY/ORGANIZATION**

**IDENTIFYING INFORMATION**

- I. **Official Name of Agency/Organization (Agency) as listed with the Kentucky Secretary of State:**  
American Cancer Society, Mid-South Division
- II. **Organization number as listed with the Kentucky Secretary of State:** 640329009
- III. **List any "working" or "does business as" names for organization:**  
\_\_\_\_\_  
\_\_\_\_\_
- IV. **Address of main office: (street and zip + 4)**  
701 West Muhammad Ali Blvd.  
Louisville, Ky 40203
- V. **P. O. / mailing address if different:** 1807 (zip + 4) 40201
- VI. **Phone # (502)** 584-6783 **Fax# (502)** 584-6767
- VII. **E-Mail** ellen.schroeder@cancer.org
- VIII. **Agency's Legal Signatory/Title**  
**Name** Ellen Schroeder  
**Title** Health Initiatives Representative
- IX. **Contact person responsible for application:**  
A. **Name:** Ellen Schroeder  
B. **Phone # (502)** 560-6014 **Fax# (502)** 584-6767  
C. **E-Mail** ellen.schroeder@cancer.org

**DESCRIPTION OF AGENCY**

- I. **Describe your Agency's vision, mission and services:**

The American Cancer Society is the nationwide, community-based voluntary health organization dedicated to eliminating cancer as a major health problem by preventing cancer, saving lives, & diminishing suffering from cancer, through research, education, advocacy & services.

- II. Total number of Board members 20
- III. Number of Board meetings held to date in current fiscal year 4
- IV. Average attendance at Board meetings 13

#### **FACILITIES**

- I. List location(s) and terms (owned, rented, leased, or donated).
- A. 701 West Muhammad Ali Blvd.
- B. \_\_\_\_\_
- C. \_\_\_\_\_
- D. \_\_\_\_\_
- II. Are all facilities handicapped accessible? Yes ☒ No \_\_\_\_\_
- III. If no, please explain:
- \_\_\_\_\_
- \_\_\_\_\_
- \_\_\_\_\_
- \_\_\_\_\_

#### **FINANCIAL INFORMATION**

- I. Agency's fiscal year from (month) Sept to (month) August
- II. Does your Agency anticipate a significant increase or decrease in your budget from the current fiscal year to the budget projected for next fiscal year? No \_\_\_\_\_ Yes ☒
- III. If yes, please explain.
- Decrease due to Hurricane Katrina - affected areas  
in our division. In the Mid-South Division, three  
states were significantly affected.
- \_\_\_\_\_

- IV. For the **current fiscal year**, list funds received from Louisville Metro Government, including funds from any department, office, etc. in either the former City of Louisville or Jefferson County.

\$ 6000 Source: Louisville Metro Council

\$ 7600 Source: LMC Ord 62, 2006

\$ \_\_\_\_\_ Source: \_\_\_\_\_

\_\_\_\_\_

\$\_\_\_\_\_ Source:

**V. Provide one copy only of each of the following, as appropriate (4 points):**

- A. Articles of Incorporation.
- B. Approved budget or executive summary for your Agency's current fiscal year.
- C. Proof of IRS 501(C) (3) status, or application for this IRS status, if applicable.
- D. Staffing structure for entire Agency, including organizational chart.
- E. Board member list; specify chair, vice-chair, secretary, and treasurer.
- F. If your Agency is an employer required to have a written Affirmative Action/Equal Employment Opportunity policy: copy of policy.
- G. If rent/occupancy costs are being requested: copy of the signed lease.
- H. If program participants have the opportunity to evaluate the services received: one copy each of any forms used.

**VI. List below any relationship any members of your Board of Directors or employees have with any Metro Council Member, Council Member's family, Council Member's staff, or any Louisville Metro Government employee.**

None Known

**VII. I certify under the penalty of law that the information in this application is accurate to the best of my knowledge. I am aware that my Agency will not be eligible for funding if investigation at any time shows falsification. If falsification is shown after funding has been approved, any allocations already received and expended are subject to be repaid. I further certify that I am authorized to sign this application for the Agency.**

Name of Legal Signatory: (type or print) Ellen R Schroeder

Title: Health Initiatives Representative

Signature Ellen R Schroeder

Date 4/14/06

LOUISVILLE METRO COUNCIL  
APPLICATION FORM FOR  
NEIGHBORHOOD DEVELOPMENT FUNDS  
(2005-2006)

Proposed Activity/Need: Cancer Screening Initiative (Got Mine, Get Yours!)

Name of Applicant Agency: American Cancer Society

AMOUNT OF FUNDING REQUESTED \$ 2900

I. Contact Person responsible for the Activity described in this proposal:

A. Name Ellen B Schroeder  
B. Title Health Initiatives Representative  
C. Phone # (502) 560-6014 Fax # (502) 584-6767  
D. E-mail ellen.schroeder@cancer.org

2. If funded, this activity will further which of the major goals of Louisville Metro listed below.

☒ Bringing Us Together

☒ Keeping Us Safe

☐ Promoting Education and Growing Jobs

☐ Enhancing Neighborhoods and Protecting Our "Louisville" Quality of Life

3. If funded, this activity will strengthen (check one):

☒ Youth ( teenagers, ages 13-19)  
☒ Human Services ( Citizens with barriers to meeting basic human needs)  
☐ Arts/cultural  
☐ Neighborhoods  
☐ Business Associations  
☐ Parks

☒ Community Activities and Events

☒ Other: if you do not believe your proposal fits any of the above, please describe the nature of your request:

Protecting health of our citizens, encouraging a healthy, proactive way of life to reduce cancer mortality

4. If approved, Louisville Metro Funds will be used for (check one)

☐ Operating Funds (cannot exceed 33% of agency's total budget)  
☒ Programming/services/events for direct benefit to community or qualified individuals  
☐ Capital equipment (small operating equipment which may be used to benefit the individuals or community being served. (No building or renovations)

5. **PROPOSAL DESCRIPTION:** Describe how you are going to further one of the four major goals of Louisville Metro Government by this proposal. (See #2)

We are working with community organizations to promote the ACS Cancer screening guidelines to encourage members to get health screenings that reduce risk of cancer, heart disease & diabetes. We will then reward those who get screened with T-Shirts that advertise they have been screened & others should "Get Theirs"

6. Describe the activity being proposed to address the goal.

- 1) Present cancer screening guidelines & nutrition & physical activity guidelines to community members thru tables, health fairs, newsletters, etc.
- 2) Provide members with information on where to go for screenings, or provide direct access by partnering w/ other community partner providers.
- 3) 'Incentivize' members to get their screening by rewarding them with a T-Shirt "Got mine! Get Yours!"

7. Describe how the funding is to be used. BE SPECIFIC.

To purchase 1000 T-Shirts with the "Got Mine, Get Yours!" message. T-Shirts will be co-branded with ACS logo & Louisville Metro Council logo.

8. Describe the results/goals for this proposal. How will you know it is successful?

Community organizations will track the number of members who get their screenings by having the member turn in a postcard indicating when they were screened, by whom, & for what screening. Ideally, the screening will be done on-site, & the member receives the T-Shirt the same day.

**EXPECTATIONS/REQUIREMENTS INCLUDE BUT ARE NOT LIMITED TO:**

- a. Participate in post-award training.
- b. Make all program and financial records available to any monitors from Louisville Metro to assure compliance with the approved funding.
- c. Failure to provide the services, programs or projects included in the agreement will result in funds being withheld, or in requirement for reimbursing Louisville Metro.
- d. Return to Louisville Metro of any unexpended funds by July 31, 2006.
- e. Documentation of all expenditures (canceled checks, receipts, paid invoices)

**COMPLETE PAGE 3 -BUDGET SUMMARY STATEMENT FOR THIS PROJECT.**

**STAFF ONLY:**

\_\_\_\_\_ Description of Applicant Agency/Organization Complete

\_\_\_\_\_ All documentation is attached: 501(c)3 status, Articles of Incorporation, Secretary of State status, EIN (Employer Identification Number)

# PROJECT/PROGRAM BUDGET SUMMARY STATEMENT

AGENCY NAME: American Cancer Society

Project/Program Name: Cancer Screening Initiative

This Project/Program Proposal is # \_\_\_\_\_ of \_\_\_\_\_ (get Mine, get Yours!)



REVENUES ANTICIPATED	2005-2006	% of Total Revenue
	Round to the nearest \$100	
Louisville Metro Government Requested of Metro Agency: Metro Council	\$	
State of Kentucky		
Federal Government (Including Federal Pass-thru to State)		
United Way	629,500	31%
Fees for Services		
Private Contributions	1,388,300	69%
Interest Income		
Other Sources (Please specify)		
<b>TOTAL REVENUES</b>	<b>\$ 2017800</b>	<b>100%</b>

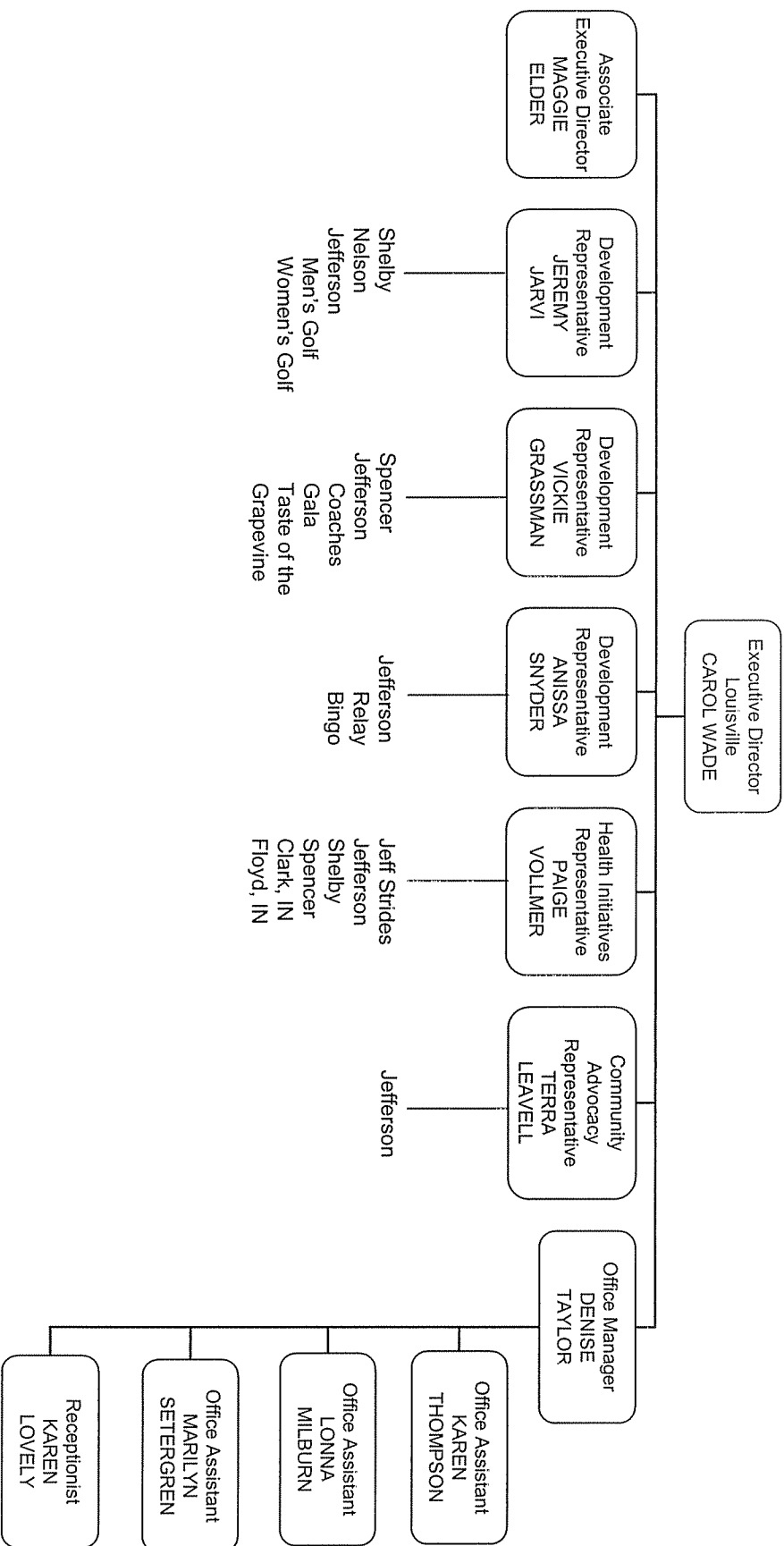
OPERATING EXPENSES		
Personnel (including all fringes)	Division-	7.8%
Operating (Contractual and Supplies)	Division	91.9%
Capital Equipment (Small Operating Equipment)	Division	.3%
(Operating Expenses are on a State-Division Basis, with Applicable Percentages)		
<b>TOTAL EXPENDITURES</b>	<b>\$ 185400</b>	<b>100%</b>
Indirect Expenses (Jefferson Co)		

Value of in-kind assets, such as donated space, supplies, use of equipment, etc.	\$
Value of volunteer services and how computed:	\$



# KENTUCKY Louisville

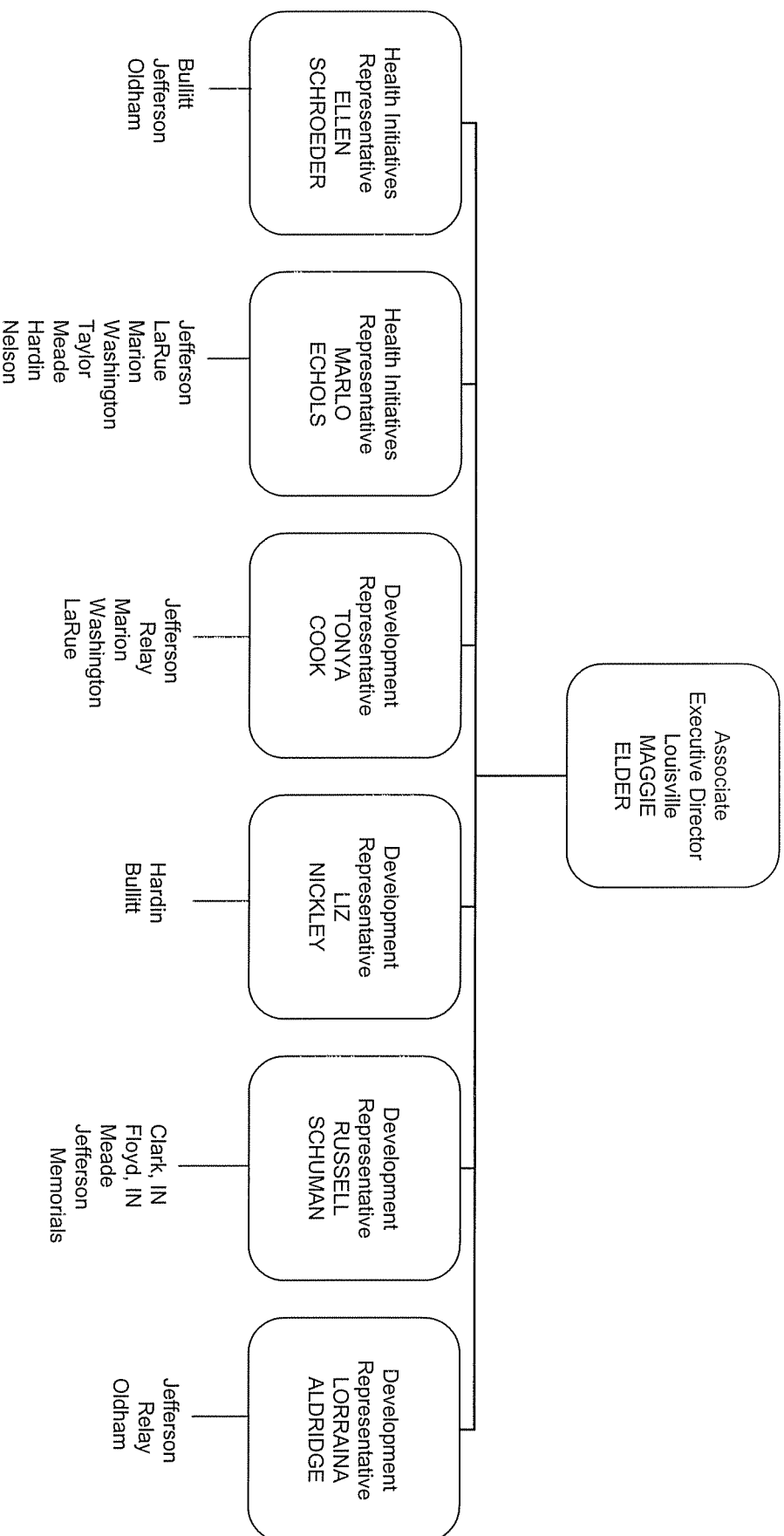
SES







# KENTUCKY Louisville





## AMERICAN CANCER SOCIETY JEFFERSON COUNTY BOARD OF DIRECTORS

First Name	Last Name	Professional Affiliation
Bob	Adelberg	Adelberg & Associates
Sandy	Arnold	Amgen
Debbie	Bauer	National City Bank
William R.	Bradford, MD	Physician
Laura	Brenzel, RN BSN	Jewish Hospital, Heart & Lung Inst
Sue	Davis, Ed D	Bellarmino University
* Robert D.	Hilgers, MD	Executive Director of the International Gynecological Cancer Society
Cindy	Huber	Volunteer/Contract Vocalist
Renato	LaRocca, MD	Kentucky Cancer Institute, PLLC
Teresa	Parker	Board Member
Bill	Reinhart	Kroger Company
Alan	Rosenberg	Carpenter, Mountjoy & Bressler, PSC
Jennifer A.	Scharfenberger	University of Louisville
Shalini G.	Shah	Humana, Inc.
Hugh	Shwab, III	Retired Banker
Debbie	Stover	Norton Hospital
Patrick	Williams	Ford
Jim	Wilson	WRE
Jane	Younger	Board Member
Sue	Phillips	Clark Memorial Hospital

F. Sheffield Hale  
Deputy Chief Counsel  
Office of Corporation Counsel



June 29, 2004

Ms. Stacey Lawrence  
Finance Director  
American Cancer Society, Mid-South Division, Inc.  
1100 Ireland Way, Suite 300  
Birmingham, AL 35205-7014

**Re: Nonprofit Status of the American Cancer Society, Mid-South Division, Inc.**

Dear Ms. Lawrence:

The American Cancer Society, Inc. ("the Society") is a nonprofit voluntary health agency exempt from federal income tax under Section 501(c)(3) of the U.S. Internal Revenue Code. The Society has been classified as an organization that is not a private foundation and has been designated as a "publicly supported" organization. A copy of the Society's most recent Internal Revenue Service tax determination letter (dated January 5, 2004) is enclosed for reference purposes.

As of June 28, 2004, the Society has 14 separately chartered affiliated divisions, including the American Cancer Society, Mid-South Division, Inc. (the "Mid-South Division"). The Mid-South Division is recognized as a nonprofit charitable organization under Section 501(c)(3) of the U.S. Internal Revenue Code by virtue of its legal affiliation with the Society.

Please contact me if the Office of Corporation Counsel can be of further assistance.

Sincerely,

A handwritten signature in black ink, appearing to read "F. Sheffield Hale".

Sheffield Hale  
Deputy Chief Counsel  
American Cancer Society, Inc.

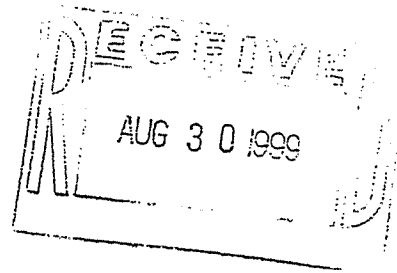
Enclosure

National Home Office  
1599 Clifton Road NE, Atlanta, GA 30329-4251  
t) 404 327 6423 f) 404 929 6980 sheffield.hale@cancer.org  
Cancer Information 1 800 ACS 2345 www.cancer.org



*Hope. Progress. Answers.*

WILLIAM J. DALTON  
Chief Counsel



August 25, 1999

American Cancer Society  
Mid-South Division, Inc.  
504 Brookwood Boulevard  
Birmingham, AL 35209-6802

Re: American Cancer Society Mid-South Division

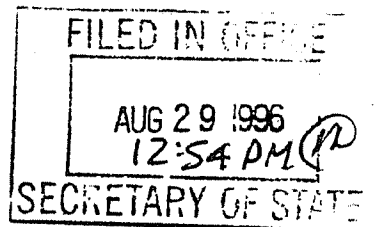
To Whom It May Concern:

The American Cancer Society Mid-South Division, Inc. is a chartered Division in good standing of the American Cancer Society and has existed as such since the date of its incorporation on September 1, 1996.

The American Cancer Society Mid-South Division, Inc. is a charitable corporation exempt under Internal Revenue Code Section 501(c)(3).

Very truly yours,

William J. Dalton  
Corporation Counsel



ARTICLES OF MERGER  
MERGING  
AMERICAN CANCER SOCIETY, ALABAMA DIVISION, INC.,  
AMERICAN CANCER SOCIETY, ARKANSAS DIVISION, INC.  
AND  
AMERICAN CANCER SOCIETY, LOUISIANA DIVISION, INC.  
INTO  
AMERICAN CANCER SOCIETY, MISSISSIPPI DIVISION

The undersigned not-for-profit corporations, for the purpose of merging into one not-for-profit corporation, do hereby set forth these Articles of Merger pursuant to § 103 of the Alabama Nonprofit Corporation Act:

ARTICLE ONE. A copy of the Agreement and Plan of Merger (the "Plan") among American Cancer Society, Alabama Division, Inc., an Alabama not-for-profit corporation ("ACS-Alabama"), American Cancer Society, Arkansas Division, Inc., an Arkansas not-for-profit corporation ("ACS-Arkansas"), American Cancer Society, Louisiana Division, Inc., a Louisiana not-for-profit corporation ("ACS-Louisiana"), and American Cancer Society, Mississippi Division, a Mississippi not-for-profit corporation ("ACS-Mississippi"), providing for the merger of ACS-Alabama, ACS-Arkansas and ACS-Louisiana into ACS-Mississippi (the "Merger"), is attached as Exhibit A.

ARTICLE TWO. There are no members of ACS-Alabama entitled to vote on the Merger. On July 23, 1996, at a meeting of the board of directors of ACS-Alabama, the Plan was adopted by the vote of a majority of the directors of ACS-Alabama.

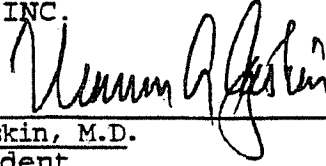
ARTICLE THREE. The Plan has been approved and adopted by each of ACS-Arkansas, ACS-Louisiana and ACS-Mississippi in accordance with the provisions of the applicable laws of the States of Arkansas, Louisiana and Mississippi, respectively.

ARTICLE FOUR. The Articles of Incorporation of ACS-Alabama are filed in Jefferson County, Alabama.

ARTICLE FIVE. The Merger shall be effective September 1, 1996, at 12:01 a.m.

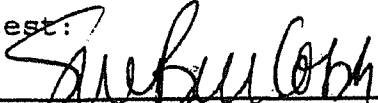
IN WITNESS WHEREOF, ACS-Alabama, ACS-Arkansas, ACS-Louisiana and ACS-Mississippi have each caused these Articles of Merger to be signed and verified by its President or Vice President and attested by its Secretary or Assistant Secretary this 17 day of August, 1996.

AMERICAN CANCER SOCIETY, ALABAMA  
DIVISION, INC.



Thomas Gaskin, M.D.  
its President

Attest:

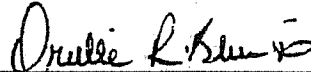


Sue Bell Cobb, its Secretary

STATE OF Mississippi )  
 ) ss:  
COUNTY OF Hinds )

Before me, the undersigned authority, in and for said County and State, on August 17, 1996, personally appeared Thomas Gaskin, M.D. who being by me first duly sworn does depose and say that he is the President of American Cancer Society, Alabama Division, Inc. and that the foregoing statements contained in these Articles of Merger are true, full and correct.

(Seal)



Notary Public

My Commission Expires: 8/1/97

AMERICAN CANCER SOCIETY, ARKANSAS  
DIVISION, INC.

Susan D. Henry  
Susan D. Henry  
its President

Attest:

Loverd Peacock, M.D.  
Loverd Peacock, M.D. its Secretary

STATE OF Mississippi )  
 ) ss:  
COUNTY OF Hinds )

Before me, the undersigned authority, in and for said County and State, on August 17, 1996, personally appeared Susan D. Henry who being by me first duly sworn does depose and say that she is the President of American Cancer Society, Arkansas Division, Inc. and that the foregoing statements contained in these Articles of Merger are true, full and correct.

(Seal)

Charles L. Blum  
Notary Public  
My Commission Expires: 8/1/97

AMERICAN CANCER SOCIETY, LOUISIANA  
DIVISION, INC.

Glenny Lee Buquet  
Glenny Lee Buquet  
its President

Attest:

Rebecca S. Miller  
Rebecca S. Miller its Secretary

STATE OF Mississippi )  
 ) ss:  
COUNTY OF Hinds )

Before me, the undersigned authority, in and for said County and State, on August 17, 1996, personally appeared Glenny Lee Buquet who being by me first duly sworn does depose and say that she is the \_\_\_\_\_ President of American Cancer Society, Louisiana Division, Inc. and that the foregoing statements contained in these Articles of Merger are true, full and correct.

(Seal)

Doreen L. Blum  
Notary Public  
My Commission Expires: 8/1/97



AMERICAN CANCER SOCIETY, MISSISSIPPI  
DIVISION

Joan Buglewicz  
Joan Buglewicz  
its President

Attest:

Sue Lucas  
Sue Lucas, its Secretary

STATE OF Mississippi )  
 ) ss:  
COUNTY OF Hinds )

Before me, the undersigned authority, in and for said County and State, on August 17, 1996, personally appeared Joan Buglewicz who being by me first duly sworn does depose and say that she is the \_\_\_\_\_ President of American Cancer Society, Mississippi Division and that the foregoing statements contained in these Articles of Merger are true, full and correct.

(Seal)

Daniel K. Blue  
Notary Public  
My Commission Expires: 8/1/97

AGREEMENT AND PLAN OF MERGER  
AMONG  
AMERICAN CANCER SOCIETY, ALABAMA DIVISION, INC.,  
AMERICAN CANCER SOCIETY, ARKANSAS DIVISION, INC.,  
AMERICAN CANCER SOCIETY, LOUISIANA DIVISION, INC.,  
AND  
AMERICAN CANCER SOCIETY, MISSISSIPPI DIVISION

THIS AGREEMENT AND PLAN OF MERGER is made this 11th day of July, 1996, by and among AMERICAN CANCER SOCIETY, ALABAMA DIVISION, INC., an Alabama not-for-profit corporation ("ACS-Alabama"), AMERICAN CANCER SOCIETY, ARKANSAS DIVISION, INC., an Arkansas not-for-profit corporation ("ACS-Arkansas"), AMERICAN CANCER SOCIETY, LOUISIANA DIVISION, INC., a Louisiana not-for-profit corporation ("ACS-Louisiana"), and AMERICAN CANCER SOCIETY, MISSISSIPPI DIVISION, a Mississippi not-for-profit corporation ("ACS-Mississippi").

WHEREAS, the respective boards of directors or trustees of ACS-Alabama, ACS-Arkansas, ACS-Louisiana and ACS-Mississippi deem it advisable that the corporations merge into a single corporation as hereinafter specified; and

WHEREAS, each of ACS-Alabama, ACS-Arkansas, ACS-Louisiana and ACS-Mississippi is recognized as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended;

NOW, THEREFORE, the corporations, parties to this agreement, by and between their respective boards of directors or trustees, in consideration of the mutual covenants, agreements and provisions hereinafter contained, do hereby prescribe the terms and conditions of the merger and of carrying the same into effect as follows:

ARTICLE I

1. The terms and conditions of the merger are as follows:

(a) On September 1, 1996, which shall be the Effective Date, at 12:01 a.m. Central Daylight Time, each of ACS-Alabama, ACS-Arkansas and ACS-Louisiana (collectively, the "Disappearing Corporations") shall be merged into ACS-Mississippi (the "Surviving Corporation"), which shall be the surviving corporation, and the Surviving Corporation shall be renamed American Cancer Society, Mid-South Division, Inc. on September 1, 1996.

(b) The bylaws of the Surviving Corporation as in effect on the Effective Date (the "Bylaws") shall be and remain the Bylaws of the surviving corporation until the same shall be

EXHIBIT A

altered, amended or repealed as therein provided or as otherwise provided by law. Before the Effective Date, the Surviving Corporation shall adopt amended and restated Bylaws which are substantially in a form which has been approved by the joint operating committee with representation from each of ACS-Alabama, ACS-Arkansas, ACS-Louisiana and ACS-Mississippi.

(c) As of the Effective Date, the following persons shall constitute all of the members of the board of trustees of the Surviving Corporation, each to serve until the next annual meeting of the Surviving Corporation's board of trustees and until his or her successor is duly elected and qualified:

J. Max Austin, M.D.	John R. Kelly, Ph.D
Joan W. Buglewicz, RN.C.	Tim Lance
Glenny Lee Buguet	Sue T. Lucas
Sue Bell Cobb	Francis J. Lundy
Michael A. Finan, M.D.	Lawrence P. Menache, M.D., PMC
Marsha Folsom	Rebecca S. Miller
Elizabeth Fontham, Ph.D	Richard A. Mink, CPA
Joe Franz	Charles Nickerson
Thomas A. Gaskin, M.D.	Edward E. Partridge, M.D.
James E. Hagans, M.D.	Loverd Peacock, M.D.
Susan D. Henry, LCSW	Sally Self
Judith Holcombe, RN, DSN	Ralph B. Vance, M.D.

As of the Effective Date, the following persons shall serve as officers of the Surviving Corporation, each to serve in the position set forth opposite his or her name below, each to serve until the next annual meeting of the board of trustees of the Surviving Corporation and until his or her successor is duly elected and qualified:

Board Chair	Ralph B. Vance, M.D.
Vice Board Chair	Rebecca S. Miller
Secretary	Susan D. Henry, LCSW
Treasurer	Judith Holcombe, RN, DSN

(d) This merger shall become effective upon the Effective Date.

(e) On or after the Effective Date:

i) The Surviving Corporation, as the surviving corporation, shall continue the charitable work previously performed in the States of Alabama, Arkansas, Louisiana and Mississippi by ACS-Alabama, ACS-Arkansas, ACS-Louisiana and ACS-Mississippi, respectively; and

ii) All funds held by the Surviving Corporation, as the surviving corporation, which are attributable to the Disappearing Corporations will continue to be used in

conformity with the express intent of the donors of such funds, if any such intent has been specified.

(f) No member of any of the Disappearing Corporations or the Surviving Corporation shall receive or keep anything as a result of the merger.

## ARTICLE II

The mode of carrying the terms and conditions of the merger into effect shall be as follows:

On the Effective Date, each of the Disappearing Corporations shall be merged into the Surviving Corporation, the separate existence of each of the Disappearing Corporations shall cease, and the Surviving Corporation shall continue in existence; such merger shall in all respects have the effect provided for a statutory merger under laws of Alabama, Arkansas, Louisiana and Mississippi.

The Disappearing Corporations and the Surviving Corporation shall take all necessary or appropriate action in order to effectuate the merger. At any time after the Effective Date, in the event that the Surviving Corporation shall consider any assignments, conveyances, assurances or other acts to be necessary or desirable in order to carry out the provisions hereof, the proper officers, directors and trustees of the Disappearing Corporations and the Surviving Corporation shall execute and deliver any and all documents and do all things necessary or proper to carry out the provisions hereof.

## ARTICLE III

1. The Articles of Incorporation of the Surviving Corporation, which shall be the articles of incorporation of the surviving corporation, shall be amended as a result of this merger in the manner set forth on Exhibit A.

## ARTICLE IV

1. The manner of converting the memberships of each of the Disappearing Corporations, if any, shall be as follows. On and after the Effective Date, the Surviving Corporation, as the surviving corporation, will not have any members. Consequently, the membership of each of the members of any of the Disappearing Corporations and/or the Surviving Corporation shall be cancelled, without conversion or exchange.

## ARTICLE V

1. This Agreement and Plan of Merger shall be approved by each of the Disappearing Corporations in the manner provided by

the applicable laws of the States of Alabama, Arkansas, Louisiana and Mississippi in the manner set forth below:

(a) The Agreement and Plan of Merger has been submitted to the members of the board of directors of ACS-Alabama and has been approved by the affirmative vote of a majority of the total number of directors. No further action is necessary to approve the Agreement and Plan of Merger on behalf of ACS-Alabama.

(b) The Agreement and Plan of Merger has been submitted to the members of the board of directors of ACS-Arkansas and has been approved by the affirmative vote of a majority of the votes cast. The Agreement and Plan of Merger shall be submitted to the members of ACS-Arkansas at a meeting called within a reasonable time before the meeting in accordance with the requirements of Arkansas Nonprofit Corporation Act. The Agreement and Plan of Merger shall be approved upon the affirmative vote of not less than two-thirds (2/3) of the votes entitled to be cast by the members present, in person or by proxy.

(c) The Agreement and Plan of Merger has been submitted to the members of the board of directors of ACS-Louisiana and has been approved by the affirmative vote of a majority of the total number of directors. No further action is necessary to approve the Agreement and Plan of Merger on behalf of ACS-Louisiana.

(d) The Agreement and Plan of Merger has been submitted to the members of the board of directors of ACS-Mississippi and has been approved by the affirmative vote of a majority of the total number of directors. No further action is necessary to approve the Agreement and Plan of Merger on behalf of ACS-Mississippi.

After approval by each of the Disappearing Corporations and the Surviving Corporation in accordance with the manner set forth above, Articles of Merger shall be filed as required by the respective laws of the States of Alabama, Arkansas, Louisiana and Mississippi.

2. At any time prior to filing such Articles of Merger, the respective boards of trustees or directors of the Disappearing Corporations and the Surviving Corporation are authorized to amend this Agreement and Plan of Merger as permitted by law.

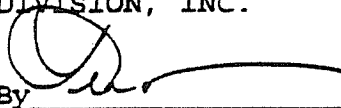
3. Prior to the Effective Date, the Surviving Corporation shall obtain authority to transact business as a foreign nonprofit corporation in Arkansas, Alabama and Louisiana, if required.

4. This Agreement and Plan of Merger may be executed in any number of counterparts, each of which shall constitute an

original but all of which shall constitute one and the same agreement.

IN WITNESS WHEREOF, each of ACS-Alabama, ACS-Arkansas, ACS-Louisiana and ACS-Mississippi has caused this Agreement and Plan of Merger to be signed in its name by its chairman of the board and/or its president or one of its vice presidents and attested by its secretary or one of its assistant secretaries, and by a majority of the members of the board of directors, all as of the date first above written.

AMERICAN CANCER SOCIETY, ALABAMA  
DIVISION, INC.

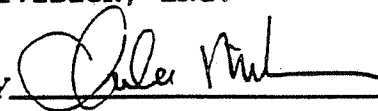
By 

Lee Hoekenschuiedel

ATTEST:

Jandra Embury  
Secretary

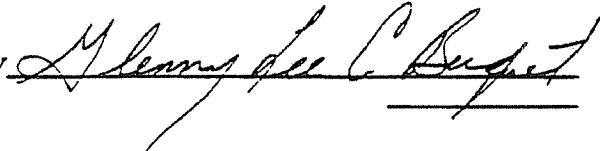
AMERICAN CANCER SOCIETY, ARKANSAS  
DIVISION, INC.

By 

ATTEST:

Bonnie B. Harris  
Secretary

AMERICAN CANCER SOCIETY,  
LOUISIANA DIVISION, INC.

By 

ATTEST:

Glenys Lee C. [unclear]  
Secretary

AMERICAN CANCER SOCIETY,  
MISSISSIPPI DIVISION

By Joan H. Budewitz

ATTEST:

Shane Meyer  
Secretary

STATE OF ALABAMA )  
COUNTY OF JEFFERSON ) SS:

This instrument was acknowledged before me on 7/23, 1996, by Lee Hoelenschnieder, as Chairman Elect of American Cancer Society, Alabama Division, Inc., an Alabama not-for-profit corporation.

Kelly L. Don  
Notary Public

My Commission Expires:

8.31.2000

[Seal]

STATE OF ARKANSAS )  
COUNTY OF Pulaski ) SS:

This instrument was acknowledged before me on July 11, 1996, by Charles Nickerson, as Chair of American Cancer Society, Arkansas Division, Inc., an Arkansas not-for-profit corporation.

Alisa J. Jones  
Notary Public

My Commission Expires:

[Seal] ALISA J. JONES  
NOTARY PUBLIC - ARKANSAS  
PULASKI COUNTY  
My Commission Expires 08/31/2003

STATE OF LOUISIANA )

PARISH OF Orleans )

ss:

This instrument was acknowledged before me on July 27, 1996, by Henry L. Boudier, as Chair of American Cancer Society, Louisiana Division, Inc., a Louisiana not-for-profit corporation.

[Signature]  
Notary Public

My Commission Expires:

[Signature]  
[Seal]

STATE OF MISSISSIPPI )

COUNTY OF HINDS )

ss:

This instrument was acknowledged before me on July 18, 1996, 1996, by JOAN BUGLEWICZ, as CHAIR of American Cancer Society, Mississippi Division, a Mississippi not-for-profit corporation.

[Signature]  
Notary Public

My Commission Expires:

[Signature]  
[Seal]



EXHIBIT A

PLAN OF MERGER  
AMONG

AMERICAN CANCER SOCIETY, MID-SOUTH DIVISION, INC.,  
AMERICAN CANCER SOCIETY, TENNESSEE DIVISION, INC.  
AND  
AMERICAN CANCER SOCIETY, KENTUCKY DIVISION, INC.,

THIS PLAN OF MERGER is made this 2nd day of April, 1997, by and among AMERICAN CANCER SOCIETY, MID-SOUTH DIVISION, INC., a Mississippi not-for-profit corporation ("ACS-Mid-South"), AMERICAN CANCER SOCIETY, TENNESSEE DIVISION, INC., a Tennessee not-for-profit corporation ("ACS-Tennessee"), and AMERICAN CANCER SOCIETY, KENTUCKY DIVISION, INC., a Kentucky not-for-profit corporation ("ACS-Kentucky").

Recitals. The respective boards of directors of ACS-Mid-South, ACS-Tennessee and ACS-Kentucky deem it advisable that the corporations merge into a single corporation as hereinafter specified. Each of ACS-Mid-South, ACS-Tennessee and ACS-Kentucky is recognized as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

The terms and conditions of the merger and the mode of carrying the same into effect are as follows:

ARTICLE I

1. The name and state of incorporation of each constituent corporation are as follows:

<u>Name</u>	<u>State of Incorporation</u>
American Cancer Society, Mid-South Division, Inc.	Mississippi
American Cancer Society, Tennessee Division, Inc.	Tennessee
American Cancer Society, Kentucky Division, Inc.	Kentucky

2. The terms and conditions of the merger are as follows:

(a) On May 6, 1997, at 12:01 a.m., which shall be the Effective Date, each of ACS-Tennessee and ACS-Kentucky (collectively, the "Disappearing Corporations") shall be merged into ACS-Mid-South, which shall be the surviving corporation.

(b) The bylaws of ACS-Mid-South as in effect on the Effective Date shall be and remain the bylaws of the surviving

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*Eve Clark*  
Secretary of State  
State of Mississippi

corporation until the same shall be altered, amended or repealed as therein provided or as otherwise provided by law.

(c) The Articles of Incorporation of ACS-Mid-South shall be and remain the articles of incorporation of the surviving corporation until the same shall be altered or amended as provided by law.

(d) As of the Effective Date, the following persons shall constitute all of the members of the board of directors of ACS-Mid-South, each to serve until the next annual meeting of ACS-Mid-South's board of directors and until his or her successor is duly elected and qualified:

J. Max Austin, M.D.  
Joan W. Buglewicz, RN.C.  
Glenny Lee Buquet  
Sue Bell Cobb  
Michael A. Finan, M.D.  
Marsha Folsom  
Elizabeth Fontham, Ph.D  
Joe Franz  
Thomas A. Gaskin, M.D.  
James E. Hagans, M.D.  
Susan D. Henry, LCSW  
Judith Holcombe, RN, DSN  
John Weathers  
Martin Flemming  
Morris Robbins  
Lois Doane  
Diana Diaz

John R. Kelly, Ph.D  
Tim Lance  
Sue T. Lucas  
Francis J. Lundy  
Lawrence P. Menache, M.D., PMC  
Rebecca S. Miller  
Richard A. Mink, CPA  
Charles Nickerson  
Edward E. Partridge, M.D.  
Loverd Peacock, M.D.  
Sally Self  
Ralph B. Vance, M.D.  
Phyllis Cronin  
James H. Frank  
Sue Hughes  
Daniel E. Kenady  
William C. Robbins

As of the Effective Date, the following persons shall serve as officers of ACS-Mid-South, each to serve in the position set forth opposite his or her name below, each to serve until the next annual meeting of the board of directors of ACS-Mid-South and until his or her successor is duly elected and qualified:

Board Chair  
Vice Board Chair  
Secretary  
Treasurer

Ralph B. Vance, M.D.  
Rebecca S. Miller  
Susan D. Henry, LCSW  
Judith Holcombe, RN, DSN

(e) This merger shall become effective upon the Effective Date.

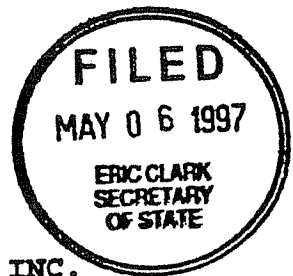
(f) On or after the Effective Date:

i) ACS-Mid-South is intended to and shall succeed to the rights of ACS-Tennessee, ACS-Kentucky and ACS-Mid-South to any gifts or bequests.

ii) ACS-Mid-South shall continue the charitable work previously performed in the States of Tennessee and Kentucky

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*Erie Clark*  
Secretary of State  
State of Mississippi



ARTICLES OF MERGER  
MERGING  
AMERICAN CANCER SOCIETY, TENNESSEE DIVISION, INC.  
AND  
AMERICAN CANCER SOCIETY, KENTUCKY DIVISION, INC.  
INTO  
AMERICAN CANCER SOCIETY, MID-SOUTH DIVISION, INC.

The undersigned not-for-profit corporation does hereby set forth these Articles of Merger pursuant to § 79-11-327 of the Mississippi Nonprofit Corporation Act:

ARTICLE ONE. A copy of the Plan of Merger (the "Plan") among American Cancer Society, Tennessee Division, Inc., a Tennessee not-for-profit corporation ("ACS-Tennessee"), American Cancer Society, Kentucky Division, Inc., a Kentucky not-for-profit corporation ("ACS-Kentucky"), and American Cancer Society, Mid-South Division, Inc., a Mississippi not-for-profit corporation ("ACS-Mid-South"), providing for the merger of ACS-Tennessee and ACS-Kentucky into ACS-Mid-South (the "Merger"), is attached as Exhibit A.

ARTICLE TWO. There are no members of ACS-Mid-South required to approve the Plan. The members of the board of directors of ACS-Mid-South approved the Plan by the affirmative vote of a majority of the members of the board.

ARTICLE THREE. The Plan has been approved and adopted by each of ACS-Tennessee and ACS-Kentucky in accordance with the provisions of the applicable laws of the States of Tennessee and Kentucky, respectively.

ARTICLE FOUR. The Merger shall be effective May 6 1997, at 12:01 a.m.

IN WITNESS WHEREOF, ACS-Mid-South has caused Articles of Merger to be signed by its President or another officer this 2nd day of April, 1997.

AMERICAN CANCER SOCIETY,  
MID-SOUTH DIVISION, INC.

Name: Joseph Cahoon  
Title: CEO

/cyrr/acs\_ma2\_crt

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Secretary of State  
State of Mississippi

by ACS-Tennessee and ACS-Kentucky, respectively, as well as the charitable work previously performed in the States of Mississippi, Alabama, Louisiana and Arkansas by ACS-Mid-South and its predecessors; and

iii) All funds held by ACS-Mid-South which are attributable to ACS-Tennessee, ACS-Kentucky and ACS-Mid-South will continue to be used in conformity with the express intent of the donors of such funds, if any such intent has been specified.

(g) No member of any of the Disappearing Corporations or ACS-Mid-South shall receive or keep anything as a result of the merger.

## ARTICLE II

The mode of carrying the terms and conditions of the merger into effect shall be as follows:

On the Effective Date, each of the Disappearing Corporations shall be merged into ACS-Mid-South, the separate existence of each of the Disappearing Corporations shall cease, and ACS-Mid-South shall continue in existence; such merger shall in all respects have the effect provided for a statutory merger under laws of Tennessee, Kentucky and Mississippi.

The Disappearing Corporations and ACS-Mid-South shall take all necessary or appropriate action in order to effectuate the merger. At any time after the Effective Date, in the event that ACS-Mid-South shall consider any assignments, conveyances, assurances or other acts to be necessary or desirable in order to carry out the provisions hereof, the proper officers, directors and trustees of the Disappearing Corporations and ACS-Mid-South shall execute and deliver any and all documents and do all things necessary or proper to carry out the provisions hereof.

## ARTICLE III

There are no members of ACS-Tennessee, ACS-Kentucky or ACS-Mid-South, other than members of the respective boards of directors. Consequently, there are no membership interests of ACS-Tennessee or ACS-Kentucky to convert or cancel.

## ARTICLE IV

1. This Plan of Merger shall be approved by each of the Disappearing Corporations and ACS-Mid-South in the manner provided by the applicable laws of the States of Tennessee, Kentucky and Mississippi in the manner set forth below:

(a) The Plan of Merger shall be approved by the board of directors of ACS-Tennessee upon the affirmative vote of a majority of the directors in office at a meeting duly called and held. No further corporate action is required to adopt the Plan of

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Eric Clark  
Secretary of State  
State of Mississippi

Merger by ACS-Tennessee.

(b) The Plan of Merger shall be approved by the board of directors of ACS-Kentucky upon the affirmative vote of a majority of the directors in office at a meeting duly called and held. No further corporate action is required to adopt the Plan of Merger by ACS-Kentucky.

(c) The Plan of Merger shall be approved by the board of directors of ACS-Mid-South upon the affirmative vote of a majority of the directors in office at a meeting duly called and held. No further corporate action is required to adopt the Plan of Merger by ACS-Mid-South.

After approval by the Disappearing Corporations and ACS-Mid-South in accordance with the manner set forth above, Articles of Merger shall be filed as required by the respective laws of the States of Tennessee, Kentucky and Mississippi.

2. At any time prior to filing the Articles of Merger, the respective boards of directors of the Disappearing Corporations and ACS-Mid-South are authorized to amend this Plan of Merger as permitted by law.

3. ACS-Mid-South shall obtain authority to transact business as a foreign nonprofit corporation in Tennessee and Kentucky as required by law.

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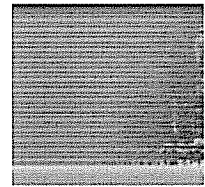
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0452826

**Name**

AMERICAN CANCER SOCIETY, MID-SOUTH DIVISION, INC.

**Profit or Non-Profit**

N - Non-profit

**Company Type**

FCO - Foreign Corporation

**Status**

A - Active

**Standing**

G - Good

**State**

MS

**File Date**

2/26/1998

**Authority Date**

2/26/1998

**Last Annual Report**

3/13/2006

**Principal Office**1100 IRELAND WAY, SUITE 300  
BIRMINGHAM, AL 35205-7001**Registered Agent**WAYNE B MILLER  
701 W MUHAMMAD ALI BLVD  
LOUISVILLE, KY 40203**Current Officers****Chairman**Joan Buglewicz**Secretary**William Robbins**Treasurer**John Kelly

<b>Director</b>	<u>Diana S Diaz</u>
<b>Director</b>	<u>Charles Dannaher</u>
<b>Director</b>	<u>Joan Buglewicz</u>
<b>Director</b>	<u>Sue Catchings</u>

## This organization has no assumed names

### Images Available Online

Documents filed with the Office of the Secretary of State on September 15, 2004 or thereafter are available as scanned images or PDF documents. Documents filed prior to September 15, 2004 will become available as the images are created.

3/13/2006	9 pages	<u>tiff</u>	<u>PDF</u>	<u>Annual Report</u>
4/5/2005	5 pages	<u>tiff</u>	<u>PDF</u>	<u>Annual Report</u>
4/13/2004	1 page	<u>tiff</u>	<u>PDF</u>	<u>Annual Report</u>

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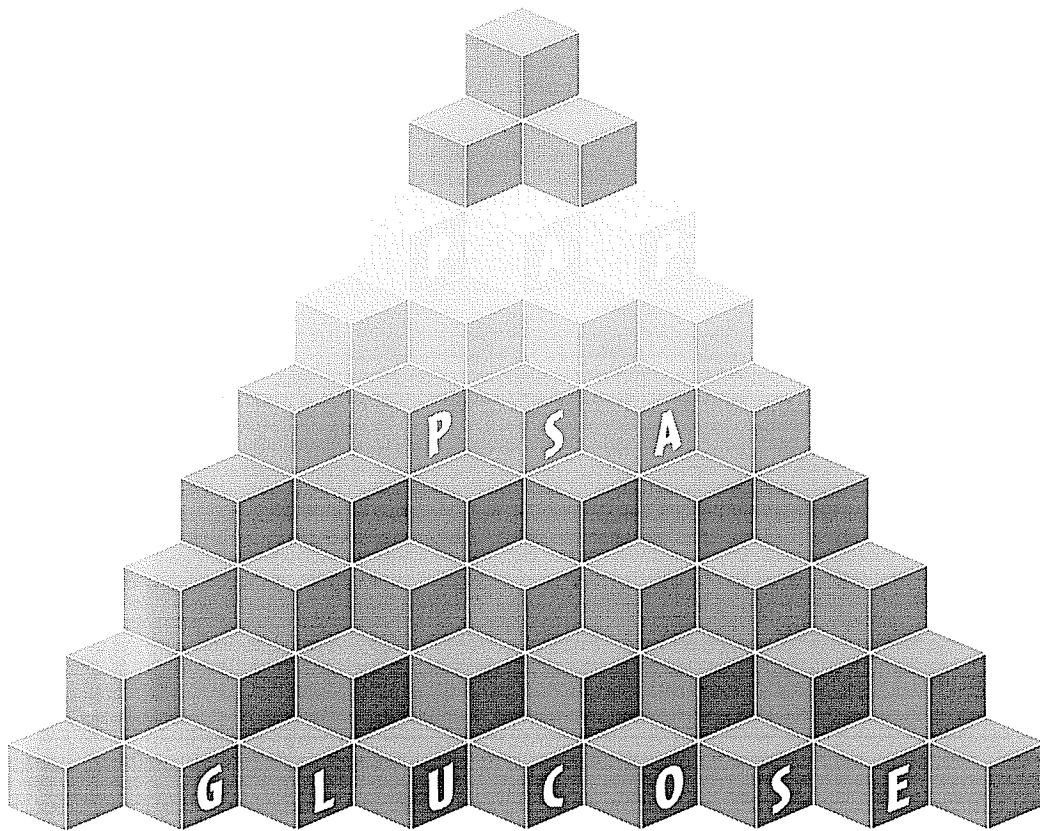
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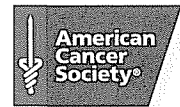
Health Screenings. Building Blocks for Good Health.





American Cancer Society and Metro Council  
working together to save lives!

**American Cancer Society and Metro Council  
working together to save lives!**



Jenny Paris  
Councilman Rick Blackwell's Office  
Louisville Metro Council  
601 West Jefferson Street  
Louisville, KY 40202-2741

April 17, 2006

Dear Jenny:

Enclosed please find the grant request paperwork for the Health/Cancer Screening Initiative for District 12. Should you have any questions, please call me at (502) 560-6014. Thank you for your assistance with this life-saving project!

Sincerely,

A handwritten signature in cursive script, appearing to read "Ellen Schroeder".

Ellen Schroeder  
Health Initiatives Representative  
American Cancer Society